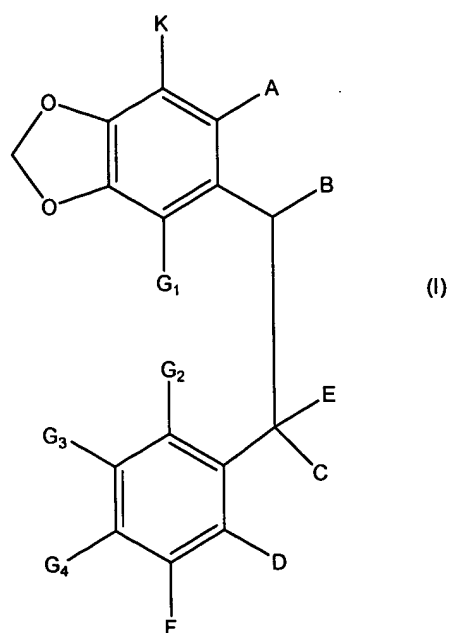


**Amendments to the Claims:**

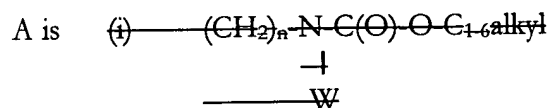
This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

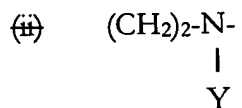
1. (Currently Amended) A compound of formula (I):



wherein:



~~in which W is C<sub>1-6</sub>alkyl or C<sub>1-6</sub>alkylaryl and n=0, 1, or 2, or~~



and forms a nitrogen-containing heterocycloalkyl ring with B,

in which Y is:

- (a) hydrogen, C<sub>1-6</sub> alkyl, or C<sub>1-6</sub> alkylaryl,
- (b) -C(O)-C<sub>1-6</sub> alkyl or -C(O)-C<sub>1-6</sub> alkylaryl,
- (c) -CH<sub>2</sub>-CH(OH)-CH<sub>2</sub>-Z, where Z is C<sub>1-6</sub> alkyl or -O-C<sub>1-6</sub> alkyl,
- (d) aryl, or
- (e) heteroaryl;

B is -OH, halogen, or a single bond that forms a six-membered heterocycloalkyl ring with A;

C is hydrogen, C<sub>1-6</sub> alkyl, or halogen;

D is (i) -CH<sub>2</sub>-halogen, -CH(O), -COOH, -C(O)-O-C<sub>1-6</sub> alkyl, -C(O)-O-C<sub>1-6</sub> alkylaryl, -CH<sub>2</sub>OH, or -(CH<sub>2</sub>)<sub>n</sub>-CH<sub>3</sub>, wherein n is 1, 2, or 3, or

(ii) together with E forms a five- or six-membered cycloalkyl or heterocycloalkyl ring;

E is -OH or C<sub>1-6</sub> alkyl, or together with D forms a five- or six-membered cycloalkyl or heterocycloalkyl ring, wherein this heterocycloalkyl ring contains -C(O)O-, -C(O)NH-, -C(S)O-, or -C(S)NH-;

F is hydrogen, -O-C<sub>1-6</sub> alkyl, -O-C<sub>1-6</sub> alkylaryl, -O-C<sub>1-6</sub> alkylheteroaryl, halogen, aryl, C<sub>1-6</sub>alkyl, -SH, thio-C<sub>1-6</sub> alkyl, -S-aryl, -O-SO<sub>2</sub>-C<sub>1-6</sub> alkyl, -O-SO<sub>2</sub>-C<sub>1-6</sub> alkylaryl, cyano, or NR<sub>1</sub>R<sub>2</sub>, where R<sub>1</sub> and R<sub>2</sub> are independently hydrogen, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> alkylaryl, cyano, aryl, heteroaryl, -SO<sub>2</sub>-C<sub>1-6</sub> alkyl, or -SO<sub>2</sub>-N(C<sub>1-6</sub> alkyl)(C<sub>1-6</sub> alkyl);

G<sub>1</sub> to G<sub>4</sub> independently represent hydrogen, aryl, halogen, C<sub>1-6</sub> alkyl, hydroxyl, -S-C<sub>1-6</sub> alkyl, nitro, -O-C<sub>1-6</sub> alkyl, -O-C<sub>1-6</sub> alkylaryl, or -(CH<sub>2</sub>)<sub>x</sub>NR<sub>1</sub>R<sub>2</sub>, where x is 0, 1, or 2 and where R<sub>1</sub> and R<sub>2</sub> are independently hydrogen, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> alkylaryl, cyano, aryl, heteroaryl, or acyl, or

two adjacent  $G_2$  to  $G_4$  groups together comprise an alkylene  $-(CH_2)_m-$ , where  $m$  is 3 or 4, to form a cycloalkyl ring, or together comprise an alkylene dioxy  $-O-(CH_2)_n-O-$ , where  $n$  is 1, 2, or 3, to form a heterocycloalkyl ring; and

$K$  is  $C_{1-6}$  alkyl, halogen, cyano, aryl, hydrogen, hydroxyl, thio- $C_{1-6}$  alkyl, sulfonyl, sulfoxyl, nitro,  $-O-C_{1-6}$  alkyl,  $-O-C_{1-6}$  alkylaryl, or  $NR_1R_2$ , where  $R_1$  and  $R_2$  are independently hydrogen,  $C_{1-6}$  alkyl,  $C_{1-6}$  alkylaryl, cyano, aryl, heteroaryl, or acyl;

wherein one or more of said alkyl, aryl, heteroaryl, cycloalkyl, heterocycloalkyl, and alkylaryl groups are optionally substituted with one or more suitable substituents; a salt thereof, a solvate thereof, a solvated salt thereof, or a combination of two or more thereof;

provided that when  $A$  is  $-(CH_2)_2-N(Y)-$  and forms a nitrogen-containing heterocycloalkyl ring with  $B$ , and  $D$  together with  $E$  forms an unsubstituted five-membered heterocycloalkyl ring that contains  $-C(O)O-$ , then:

- (i)  $F$  is not unsubstituted  $-O-C_{1-6}$  alkyl or dialkylamino-substituted  $-O-C_{1-6}$  alkyl when  $G_1$  is hydrogen, hydroxyl, or unsubstituted  $-O-C_{1-6}$  alkyl,  $G_2$  is hydrogen, halogen, or a nitrogen-containing radical,  $G_3$  is hydrogen,  $G_4$  is hydroxyl or unsubstituted  $-O-C_{1-6}$  alkyl, and  $Y$  is hydrogen, unsubstituted  $C_{1-6}$  alkyl, oxo-substituted  $C_{1-6}$  alkyl, thiocarbamoyl-substituted  $C_{1-6}$  alkyl, hydroxy-substituted  $C_{1-6}$  alkyl, or heteroaryl,
- (ii)  $F$  is not  $-NO_2$  or  $NR_1R_2$  where  $R_1$  and  $R_2$  are both hydrogen or the same oxo-substituted  $C_{1-6}$  alkyl (a) when at least three of  $G_1$ ,  $G_2$ ,  $G_3$ , and  $G_4$  are the same unsubstituted  $-O-C_{1-6}$  alkyl or (b) when  $G_2$  is  $-NO_2$ , and

(iii) F is not hydrogen (a) when G<sub>2</sub>, G<sub>3</sub>, and G<sub>4</sub> are all hydrogen or (b) when G<sub>2</sub> and G<sub>3</sub> or G<sub>3</sub> and G<sub>4</sub> together comprise a methylenedioxy or (c) when at least two of G<sub>2</sub>, G<sub>3</sub>, and G<sub>4</sub> are unsubstituted -O-C<sub>1-6</sub> alkyl or (d) when G<sub>1</sub> is unsubstituted -O-C<sub>1-6</sub> alkyl and G<sub>4</sub> is a nitrogen-containing radical or halogen.

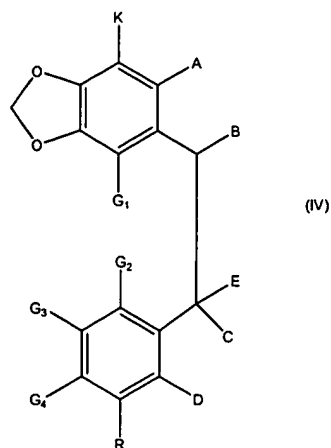
2. (Original) The compound of claim 1, wherein A is -(CH<sub>2</sub>)<sub>2</sub>-N(Y)- and forms a nitrogen-containing heterocycloalkyl ring with B.
3. (Original) The compound of claim 2, wherein Y is hydrogen, C<sub>1-6</sub> alkyl, or C<sub>1-6</sub> alkylaryl.
4. (Original) The compound of claim 1, wherein D together with E forms a substituted or unsubstituted five- or six-membered heterocycloalkyl ring that contains -C(O)O-, -C(O)NH-, -C(S)O-, or -C(S)NH-.
5. (Original) The compound of claim 1, wherein D together with E forms a five-membered heterocycloalkyl ring that contains -C(O)O-.
6. (Original) The compound of claim 1, wherein A is -(CH<sub>2</sub>)<sub>2</sub>-N(Y)- and forms a nitrogen-containing heterocycloalkyl ring with B, and D together with E forms a substituted or unsubstituted five- or six-membered heterocycloalkyl ring that contains -C(O)O-, -C(O)NH-, -C(S)O-, or -C(S)NH-.
7. (Original) The compound of claim 1, wherein A is -(CH<sub>2</sub>)<sub>2</sub>-N(Y)- and forms a nitrogen-containing heterocycloalkyl ring with B, and D together with E forms a five-membered heterocycloalkyl ring that contains -C(O)O-.

8. (Original) The compound of claim 6 or 7, wherein Y is hydrogen, C<sub>1-6</sub> alkyl, or C<sub>1-6</sub> alkylaryl.
9. (Original) The compound of claim 1, 6, or 7, wherein K is hydrogen.
10. (Original) The compound of claim 1, 6, or 7, wherein G<sub>1</sub> to G<sub>4</sub> each independently represents hydrogen or -O-C<sub>1-6</sub> alkyl.
11. (Original) The compound of claim 6 or 7, wherein said compound is present as a racemic mixture.
12. (Original) The compound of claim 11, wherein one isomer of said compound is present in an amount greater than 50% of said racemic mixture.
13. (Original) The compound of claim 11, wherein one isomer of said compound is present in an amount greater than 75% of said racemic mixture.
14. (Original) The compound of claim 11, wherein one isomer of said compound is present in an amount greater than 90% of said racemic mixture.
15. (Original) A pharmaceutical composition comprising a pharmaceutically effective amount of a compound of claim 1 and a pharmaceutically acceptable carrier.

Claims 16-120 (Cancelled)

121. (New) A method of making the compound of claim 1 by direct nucleophilic substitution,

comprising reacting a compound of formula (IV):



wherein each of the variables other than R are defined as in claim 1 and R is a suitable leaving group, with a suitable nucleophile to form a compound according to formula (I).

122. (New) The method of claim 121, wherein R is a halogen, -O-C<sub>1-6</sub> alkyl or -O-SO<sub>2</sub>-C<sub>1-6</sub> alkyl.

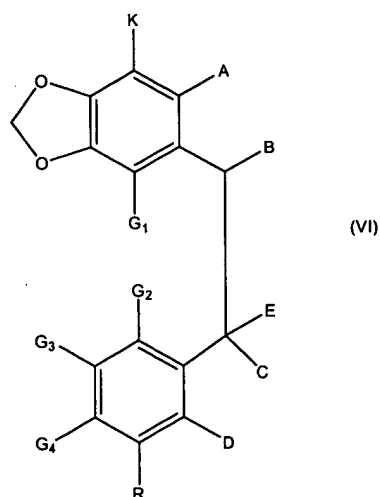
123. (New) The method of claim 120, wherein said compound of formula (IV) is mixed with a suitable catalyst.

124. (New) The method of claim 123, wherein said suitable catalyst comprises tris(dibenzylideneacetone)-dipalladium chloroform adduct, 1,1'-bis(diphenylphosphino)ferrocene (DPPF), tetrakis(triphenylphosphine)palladium or mixtures thereof.

125. (New) The method of claim 123, wherein a suitable base is added to the mixture of said

compound of formula (IV) and said suitable catalyst.

126. (New) A method of making the compound of claim 1 by direct alkylation, comprising reacting a compound of formula (VI):



wherein each of the variables other than R are defined as in claim 1 and R is a suitable leaving group, with a suitable donor to form a compound according to formula (I).

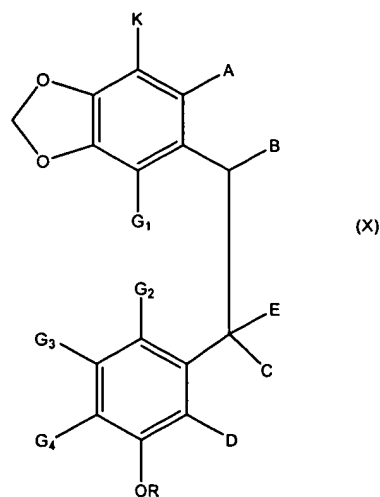
127. (New) The method of claim 126, wherein R is a hydroxyl or substituted hydroxyl.

128. (New) The method of claim 126, wherein said suitable donor is C<sub>1-6</sub> alkyl halide or substituted C<sub>1-6</sub> alkyl halide.

129. (New) The method of claim 126, wherein said compound of formula (VI) is mixed with a suitable catalyst.

130. (New) The method of claim 129, wherein said suitable catalyst comprises tetrabutylammonium iodide.

131. (New) A method of making the compound of claim 1 by alkoxide addition, comprising reacting a compound of formula (X):



wherein each of the variables other than R are defined as in claim 1 and R is C<sub>1-6</sub> alkyl, with a base in a suitable solvent to form an alkoxide, and reacting the alkoxide with an electrophilic alkylating agent to form a compound according to formula (I).

132. (New) The method of claim 131, wherein said suitable solvent comprises toluene, 1-methyl-2-pyrrolidinone or mixtures thereof.

133. (New) The method of claim 131, wherein the molar ratio of said compound of formula (X)

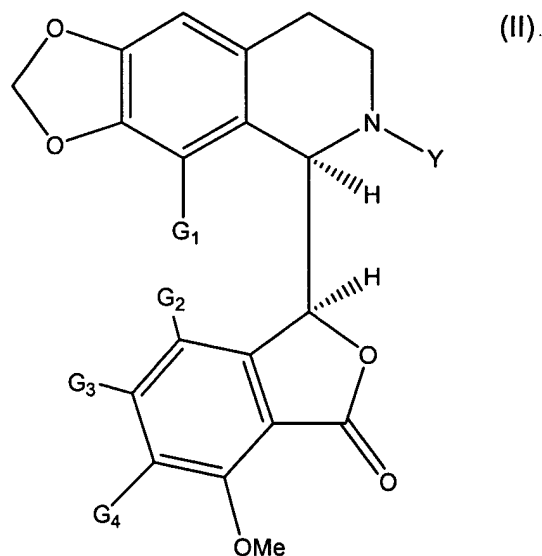


to said electrophilic alkylating agent is about 1:1 to about 1:10.

134. (New) The method of claim 131, wherein the molar ratio of said compound of formula (X) to said electrophilic alkylating agent is about 1:1 to about 1:3.

135. (New) The method of claim 131, wherein said electrophilic alkylating agent is an alkyl halide or heteroaryl.

136. (New) A method of making the compound of claim 1, comprising converting a compound of formula (II):



wherein:

Y is:

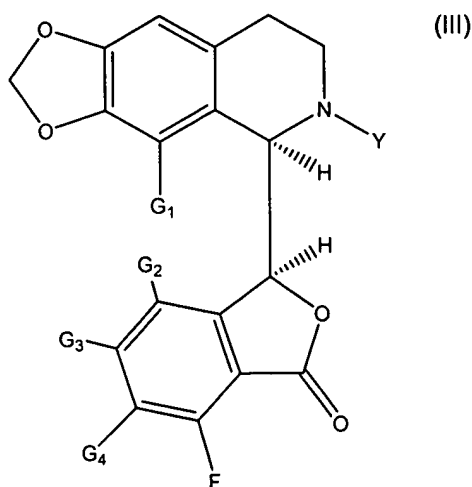
- (a) hydrogen, C<sub>1-6</sub>alkyl, or C<sub>1-6</sub>alkylaryl,
- (b) -C(O)-C<sub>1-6</sub>alkyl or -C(O)-C<sub>1-6</sub>alkylaryl,
- (c) -CH<sub>2</sub>-CH(OH)-CH<sub>2</sub>-Z, where Z is C<sub>1-6</sub>alkyl or -O-C<sub>1-6</sub>alkyl,
- (d) aryl, or
- (e) heteroaryl; and

G<sub>1</sub> to G<sub>4</sub> independently represent hydrogen, aryl, halogen, C<sub>1-6</sub>alkyl, hydroxyl, -S-C<sub>1-6</sub>alkyl, nitro, -O-C<sub>1-6</sub>alkyl, -O-C<sub>1-6</sub>alkylaryl, or -(CH<sub>2</sub>)<sub>x</sub>NR<sub>1</sub>R<sub>2</sub>, where x is 0, 1, or 2 and where R<sub>1</sub> and R<sub>2</sub> are independently hydrogen, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkylaryl, cyano, aryl, heteroaryl, or acyl, or

two adjacent G<sub>2</sub> to G<sub>4</sub> groups together comprise an alkylene -(CH<sub>2</sub>)<sub>m</sub>-, where m is 3 or 4, to form a cycloalkyl ring, or together comprise an alkylene dioxy -O-(CH<sub>2</sub>)<sub>n</sub>-O-, where n is 1, 2, or 3, to form a heterocycloalkyl ring;

a salt thereof, a solvate thereof, a solvated salt thereof, or a combination of two or more thereof;

into a single stereoisomer of formula (III):



wherein G<sub>1</sub>, G<sub>2</sub>, G<sub>3</sub>, G<sub>4</sub>, and Y are as defined above, and F is -O-C<sub>2-6</sub>alkyl, -O-C<sub>1-6</sub>alkylaryl, -O-C<sub>1-6</sub>alkylheteroaryl, halogen, aryl, C<sub>1-6</sub>alkyl, -SH, thio-C<sub>1-6</sub>alkyl, -S-aryl, -O-SO<sub>2</sub>-C<sub>1-6</sub>alkyl, -O-SO<sub>2</sub>-C<sub>1-6</sub>alkylaryl, cyano; or NR<sub>1</sub>R<sub>2</sub>, where R<sub>1</sub> and R<sub>2</sub> are independently hydrogen, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkylaryl, cyano, aryl, heteroaryl, -SO<sub>2</sub>-C<sub>1-6</sub>alkyl, or -SO<sub>2</sub>-N(C<sub>1-6</sub>alkyl)(C<sub>1-6</sub>alkyl), provided that F is not -O-t-C<sub>4</sub>H<sub>9</sub> or -O-CH<sub>2</sub>CH<sub>2</sub>N(C<sub>2</sub>H<sub>5</sub>)<sub>2</sub>;

wherein one or more of said alkyl, aryl, heteroaryl, and alkylaryl groups are optionally substituted with one or more suitable substituents;

a salt thereof, a solvate thereof, a solvated salt thereof, or a combination of two or more thereof.